

**UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

**IN RE: REALPAGE, INC., RENTAL
SOFTWARE ANTITRUST
LITIGATION (NO. II)**

) **Case No. 3:23-md-03071**
) **MDL No. 3071**
)
) **Judge Waverly D. Crenshaw, Jr.**
)
) **This Document Relates to:**
) **3:23-cv-00757**
) **3:23-cv-00792**

**THE THOMA BRAVO DEFENDANTS’ MOTION TO DISMISS STUDENT
PLAINTIFFS’ FIRST AMENDED CONSOLIDATED CLASS ACTION COMPLAINT**

Pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure, Defendants Thoma Bravo Fund XIII, L.P.; Thoma Bravo Fund XIV, L.P.; and Thoma Bravo, L.P. (collectively, the “Thoma Bravo Defendants”) respectfully move to dismiss Student Plaintiffs’ First Amended Consolidated Class Action Complaint (ECF No. 527, the “Amended Complaint”) with prejudice.

Plaintiffs’ 108-page, 285-paragraph Amended Complaint alleges a conspiracy between RealPage, Inc. (“RealPage”), approximately 7 of RealPage’s customers (the “Lessor Defendants”), and the Thoma Bravo Defendants in violation of federal (Count I and II) and state (Count III) antitrust laws. As set forth in the Thoma Bravo Defendants’ supporting memorandum, the Amended Complaint alleges nothing beyond a generalized ownership interest in RealPage. But a parent company is not liable for the acts of its subsidiary solely by virtue of its ownership interest in the subsidiary, and the failure to plead parent-specific allegations warrants dismissal. Having pleaded no facts sufficient to state any claim against the Thoma Bravo Defendants, Plaintiffs’ Amended Complaint must be dismissed with prejudice.

Dated: October 9, 2023

Respectfully submitted,

By: /s/ Mark McKane, P.C.

James Mutchnik, P.C. (*pro hac vice*)
jmutchnik@kirkland.com
KIRKLAND & ELLIS LLP
300 N. LaSalle
Chicago, IL 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200

Mark McKane, P.C. (*pro hac vice*)
mark.mckane@kirkland.com
Alistair Blacklock (*pro hac vice*)
alistair.blacklock@kirkland.com
KIRKLAND & ELLIS LLP
555 California Street
San Francisco, California 94104
Telephone: (415) 439-1400
Facsimile: (415) 439-1500

Counsel for Defendants
Thoma Bravo Fund XIII, L.P., Thoma Bravo Fund
XIV, L.P., and Thoma Bravo, L.P.

CERTIFICATE OF SERVICE

I hereby certify that on October 9, 2023, a copy of the foregoing document was electronically filed with the Clerk of Court using the CM/ECF system, which will automatically send notification of such filing to all counsel of record.

/s/ Mark McKane, P.C.

Mark McKane, P.C.